

CONSENT OF MEMBERS

The undersigned, being the Managing Member of Nappa Realty, LLC, a Rhode Island limited liability company (the "Company"), hereby consents to, adopts and authorizes, pursuant to R.I.G.L. Section 7-16-21, the following action:

Voted: That the Company file as soon as possible an original petition for reorganization under Chapter 11 of Title 11 of the United States Code in the United States Bankruptcy Court for the District of Rhode Island, and that Steven M. Nappa, Managing Member, is authorized, to sign and cause to be filed said original petition on behalf of the Company, to sign and cause to be filed with said Court any and all related documents, and to take any and all actions necessary or convenient to carry out the foregoing to seek the reorganization of the Company in said Chapter 11.

/s/ Steven M. Nappa
Managing Member

Subscribed and sworn to before me on this 1st day of April, 2010.

/s/ Kristin Duarte
Notary Public
My commission expires: 5/5/2013